

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)

In Re:

CIRCUIT CITY STORES, INC., *et al.*

Debtors

Case No. 08-35653-KRH

(Chapter 11)

MADISON WALDORF, LLC'S STATEMENT OF CURE
UNDER LEASE OF NON-RESIDENTIAL PROPERTY

(Store No. 704)

Madison Waldorf, LLC, and its management agent, Madison Marquette Realty Services, (collectively, the "Landlord"), through its undersigned counsel, Mitchell B. Weitzman, Bean, Kinney & Korman, P.C., hereby file this Statement of Cure Under Lease of Non-Residential Property.

1. On November 10, 2008, Debtors filed a voluntary petition under Chapter 11 of the Bankruptcy Code.
2. Jurisdiction to consider this matter is vested in the Court pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is prescribed by 28 U.S.C. §§ 1408 and 1409.
3. On March 27, 1990, Debtor Circuit City Stores, Inc. ("Debtor"), and Landlord's predecessor in interest, Madison Waldorf Retail Limited Partnership, entered into a Lease Agreement,

Mitchell B. Weitzman, VSB 28434
Counsel for Madison Waldorf, LLC
Bean, Kinney & Korman, P.C.
2300 Wilson Boulevard, 7th Floor
Arlington, Virginia 22201
Tel: (703) 525-4000; Fax: (703) 525-2207

pursuant to which Debtor occupies approximately 15,442 square feet at the Festival at Waldorf Shopping Center in Waldorf, Maryland (the "Lease").

4. This Statement of Cure is filed pursuant to the Notice of Approval of Order (I) Approving Procedures in Connection with Sale of All or Substantially All of the Business (Docket No. 1454) to reflect the amount necessary to cure under Bankruptcy Code Sections 365(b)(1)(A) and (B) and 365(f)(2) in connection with any proposed assumption or assignment of the Lease.
5. The cure sum through January 14, 2009 totals \$34,303.43, representing rent for November 2008. See Exhibit 1. In addition, in approximately thirty (30) days, Debtor will owe an additional sum of \$37,871.25 attributable to real estate taxes alone. See page two, Exhibit 1.

Respectfully submitted,

/s/ Mitchell B .Weitzman
Mitchell B. Weitzman
Virginia Bar No. 28434
Bean, Kinney & Korman, P.C.
2300 Wilson Boulevard, 7th Floor
Arlington, Virginia 22201
Phone: (703) 525-4000
Facsimile: (703) 525-2207
Mweitzman@beankinney.com
Counsel for Madison Waldorf, LLC

CERTIFICATE OF SERVICE

I hereby certify that on January 14, 2009, a copy of the foregoing Statement of Cure Under Lease of Non-Residential Property is to be served by electronic means via the Court's ECF/CM system and to the following:

Dion W. Hayes
Douglas M. Foley
McGuire Woods LLP
One James Center
901 East Cary Street
Richmond, VA 23219

Greg M. Galardi
Ian S. Fredericks
Skadden, Arps, Slate, Meagher & Flom, LLP
One Rodney Square
PO Box 636
Wilmington, DE 19899-0636

Chris L. Dickerson
Skadden, Arps, Slate, Meagher & Flom, LLP
333 West Wacker Drive
Chicago, IL 60606

/s/ Mitchell B. Weitzman
Mitchell B. Weitzman

Database:	MMRS2A	Aged Delinquencies		Page:	1			
BLDG:	WAL003	Madison Marquette		Date:	11/10/2008			
		The Shops at Waldorf		Time:	03:25 PM			
		Period: 11/08						
Invoice Date	Category	Source	Amount	Current	1 Month	2 Months	3 Months	4 Months
WAL003-000505	Circuit City Rick Nesterak (301) 932-9100		Master Occupant Id: 00000318-1 327	Current				
4/15/2008	CAY Prior Yr CAM Reimburse	NC	-118.63	0.00	0.00	0.00	0.00	-118.63
11/1/2008	BMR Base/Minimum Rent	CH	29,768.75	29,768.75	0.00	0.00	0.00	0.00
11/1/2008	CAM Common Area Maintenance	CH	4,653.31	4,653.31	0.00	0.00	0.00	0.00
	BMR Base/Minimum Rent		29,768.75	29,768.75	0.00	0.00	0.00	0.00
	CAM Common Area Maintenance		4,653.31	4,653.31	0.00	0.00	0.00	0.00
	CAY Prior Yr CAM Reimburse		-118.63	0.00	0.00	0.00	0.00	-118.63
	Circuit City Total:		34,303.43	34,422.06	0.00	0.00	0.00	-118.63
	BMR Base/Minimum Rent		29,768.75	29,768.75	0.00	0.00	0.00	0.00
	CAM Common Area Maintenance		4,653.31	4,653.31	0.00	0.00	0.00	0.00
	CAY Prior Yr CAM Reimburse		-118.63	0.00	0.00	0.00	0.00	-118.63
	BLDG WAL003 Total:		34,303.43	34,422.06	0.00	0.00	0.00	-118.63
	BMR Base/Minimum Rent		29,768.75	29,768.75	0.00	0.00	0.00	0.00
	CAM Common Area Maintenance		4,653.31	4,653.31	0.00	0.00	0.00	0.00
	CAY Prior Yr CAM Reimburse		-118.63	0.00	0.00	0.00	0.00	-118.63
	Grand Total:		34,303.43	34,422.06	0.00	0.00	0.00	-118.63

EXHIBIT

1

Database:	MMRS2A	Aged Delinquencies	Page:	1
BLDG:	WAL003	Madison Marquette	Date:	1/14/2009
		The Shops at Waldorf	Time:	02:50 PM
		Period: 01/09		

Invoice Date	Category	Source	Amount	Current	1 Month	2 Months	3 Months	4 Months
--------------	----------	--------	--------	---------	---------	----------	----------	----------

WAL003-000505	Circuit City		Master Occupant Id: 00000318-1		Day Due:	1	Delq Day:	
	Rick Nesterak		327	Current			Last Payment:	1/5/2009 34,422.06
	(301) 932-9100							
4/15/2008	CAY	Prior Yr CAM Reimburse	NC	-118.63	0.00	0.00	0.00	-118.63
11/1/2008	BMR	Base/Minimum Rent	CH	29,768.75	0.00	0.00	29,768.75	0.00
11/1/2008	CAM	Common Area Maintenance	CH	4,653.31	0.00	0.00	4,653.31	0.00
12/16/2008	RET	Real Estate Taxes	CH	37,871.25	0.00	37,871.25	0.00	0.00
1/5/2009	CAM	Common Area Maintenance	CR	-867.63	-867.63	0.00	0.00	0.00
	BMR	Base/Minimum Rent		29,768.75	0.00	0.00	29,768.75	0.00
	CAM	Common Area Maintenance		3,785.68	-867.63	0.00	4,653.31	0.00
	CAY	Prior Yr CAM Reimburse		-118.63	0.00	0.00	0.00	-118.63
	RET	Real Estate Taxes		37,871.25	0.00	37,871.25	0.00	0.00
	Circuit City Total:			71,307.05	-867.63	37,871.25	34,422.06	0.00 -118.63
	BMR	Base/Minimum Rent		29,768.75	0.00	0.00	29,768.75	0.00
	CAM	Common Area Maintenance		3,785.68	-867.63	0.00	4,653.31	0.00
	CAY	Prior Yr CAM Reimburse		-118.63	0.00	0.00	0.00	-118.63
	RET	Real Estate Taxes		37,871.25	0.00	37,871.25	0.00	0.00
	BLDG WAL003 Total:			71,307.05	-867.63	37,871.25	34,422.06	0.00 -118.63
	BMR	Base/Minimum Rent		29,768.75	0.00	0.00	29,768.75	0.00
	CAM	Common Area Maintenance		3,785.68	-867.63	0.00	4,653.31	0.00
	CAY	Prior Yr CAM Reimburse		-118.63	0.00	0.00	0.00	-118.63
	RET	Real Estate Taxes		37,871.25	0.00	37,871.25	0.00	0.00
	Grand Total:			71,307.05	-867.63	37,871.25	34,422.06	0.00 -118.63